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5 UNITED STATES DISTRICT COURT
6 WESTERN DISTRICT OF WASHINGTON
7 AT SEATTLE

8 STALWART CAPITAL, LLC,

9 Plaintiff,

10 v.

11 ICAP PACIFIC NORTHWEST
12 OPPORTUNITY AND INCOME
13 FUND, LLC, et al.,

14 Defendants.

C14-1128 TSZ

MINUTE ORDER

15 The following Minute Order is made by direction of the Court, the Honorable
16 Thomas S. Zilly, United States District Judge:

17 (1) When this action commenced on July 24, 2014, the parties were as follows:
18 (i) the sole plaintiff was Stalwart Capital, LLC; and (ii) the defendants were iCap Pacific
19 Northwest Opportunity and Income Fund, LLC and iCap Equity Real Estate Fund I, LLC.
20 See Compl. (docket no. 1). On April 21, 2015, plaintiff filed an amended complaint
21 naming as additional defendants iCap Pacific Northwest Real Estate Fund, LLC, Chris
22 Christensen, and the marital community of Chris Christensen and Jane Doe Christensen.
23 See Am. Compl. (docket no. 47). On March 23, 2018, the United States Court of Appeals
for the Ninth Circuit issued a memorandum disposition, filed in this matter as docket
no. 136, remanding the case for purposes of ascertaining the citizenships of the parties
and determining whether complete diversity existed at the time the complaint was filed.
The parties have since filed corporate disclosure statements indicating as follows:

(a) Doug Evans, a resident of New Jersey at the times the complaint and
the amended complaint were filed, is the sole member of Stalwart Capital, LLC,
the only plaintiff in this matter. See Pla.'s 2d Am. Corp. Disclosure Stmt. (docket
no. 139).

1 (b) When the complaint was filed, defendant iCap Pacific Northwest
2 Opportunity and Income Fund, LLC had one member, iCap Pacific Northwest
3 Management, LLC, of which Chris Christensen, a resident of Washington as of
4 July 24, 2014, was the sole member. See Def.'s Am. Corp. Disclosure Stmt.
(docket no. 141).

5 (c) When the complaint was filed, defendant iCap Equity Real Estate
6 Fund I, LLC had the following members:

7 (i) Ariana Holdings, LLC, which had the following members:

- 8 • Brad Thorson, a citizen of Washington;
- 9 • Eric Thorson, a citizen of Washington;
- 10 • Nerissa Thorson, a citizen of Alaska;
- 11 • Scott Thorson, a citizen of Alaska;
- 12 • The Joshua Thorson Trust, which had one beneficiary,
13 Joshua Thorson, a minor residing in Washington, and the
14 trustee of which was Joshua's father, Brad Thorson, a
15 citizen of Washington;
- 16 • The Michael Thorson Trust, which had one beneficiary,
17 Michael Thorson, a minor residing in Washington, and the
18 trustee of which was Michael's father, Brad Thorson, a
19 citizen of Washington;
- 20 • The Hannah L. Thorson Trust, which had one beneficiary,
21 Hannah L. Thorson, a minor residing in Washington, and
22 the trustee of which was Hannah's father, Eric Thorson, a
23 citizen of Washington;
- The Robin C. Thorson Trust, which had one beneficiary,
Robin C. Thorson, a minor residing in Washington, and
the trustee of which was Robin's father, Eric Thorson, a
citizen of Washington; and
- The Nerissa A. Thorson Trust, which had one beneficiary,
Nerissa Thorson, an adult residing in Alaska, and the
trustee of which was Nerissa's father, Scott Thorson, a
citizen of Alaska;

(ii) Castle Solo 401K Trust, which had one beneficiary, Cynthia
Solo, who resided in Washington, and the trustee of which was Cynthia's
husband, John Castle, a citizen of Washington;

(iii) The James and Michelle Franke Family Trust, which had
three beneficiaries, James Franke, his wife Michelle Franke, and their son
Forrester Franke, all residents of California, and the trustee of which was
James Franke, a citizen of California;

(iv) iCap Management, LLC, which had one member, Chris Christensen, a citizen of Washington; and

(v) John D. Suryan Solo 401K Trust, which had one beneficiary, Monica S. Suryan, who resided in Washington, and the trustee of which was Monica's husband, John D. Suryan, a citizen of Washington.

See Def.'s Am. Corp. Disclosure Stmt. (docket no. 151); Def.'s 2d Am. Corp. Disclosure Stmt. (docket no. 153); Def.'s 3d Am. Corp. Disclosure Stmt. (docket no. 157).

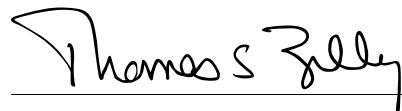
(d) Defendant iCap Pacific Northwest Real Estate Fund, LLC, which was not named as a defendant in the original complaint, has only one member, Chris Christensen, who is a citizen of Washington. See Def.'s Corp. Disclosure Stmt. (docket no. 140).

Based on the information set forth in the parties' corporate disclosure statements, the Court finds and concludes that, when the complaint was filed in this matter, on July 24, 2014, plaintiff was a citizen of New Jersey, defendants were citizens of Alaska, California, and/or Washington, and complete diversity existed. See Johnson v. Columbia Props. Anchorage, LP, 437 F.3d 894, 899 (9th Cir. 2006); see also GBForefront, L.P. v. Forefront Mgmt. Group, LLC, 888 F.3d 29, 37-41 (3d Cir. 2018) (citing Americold Realty Trust v. Conagra Foods, Inc., 136 S. Ct. 1012 (2016));

(2) Defendants' motion for entry of supplemental findings of fact and conclusions of law, docket no. 144, is treated as a motion to amend the pleadings to cure the inadequate allegations of diversity jurisdiction and is GRANTED as follows. The pleadings are hereby AMENDED to include the allegations concerning the citizenships of the parties that are contained in the recently filed corporate disclosure statements, docket nos. 139, 140, 141, 151, 153, and 157. See 28 U.S.C. § 1653; see also Newman-Green, Inc. v. Alfonzo-Larrain, 490 U.S. 826, 830-31 (1989) (recognizing that § 1653 permits amendments to the pleadings when diversity jurisdiction "in fact existed at the time the suit was brought or removed, though defectively alleged").

(3) The Clerk is directed to CLOSE this case and to send a copy of this Minute Order to all counsel of record and to the United States Court of Appeals for the Ninth Circuit.

Dated this 16th day of July, 2018.



Thomas S. Zilly
United States District Judge